

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
SOUTHERN DIVISION**

IN RE: BLUE CROSS BLUE SHIELD  
ANTITRUST LITIGATION  
(MDL No. 2406)

**Master File No. 2:13-CV-20000-RDP**

This document relates to all cases.

**EVIDENTIARY SUBMISSION IN SUPPORT OF DEFENDANTS' OPPOSITION TO  
SUBSCRIBERS' AND PROVIDERS' MOTIONS FOR CLASS CERTIFICATION**

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
DX165	8/2/2011 email from Ramzy ElGomayel to Carl King re Blue Cross placing workers at Duke	AETNA-0000007631	Sealed in Full
DX166	12/2009 Health Markets Geographic Strategy	AMREP00000076	Sealed in Full
DX167	8/14/1996 BCBSMD Site Visit Summary (excerpt)	BCBSA00556334	Public
DX168	BCBSNC Competitive Analysis (excerpts)	BCBSA01278504	Public
DX169	10/06/2005 Blue Plan Provider Network Initiatives Benchmarking Report (excerpts)	BCBSA02329800	Public
DX170	03/2010 Urban Institute, Cross-State Risk Pooling Under Health Care Reform: An Analytic Review of the Provisions in the House and Senate Bills (excerpts)	BCBSA02966091	Public
DX171	12/6/2006 Review and Outlook 2006-2007 U.S. Health Insurance/Managed Care (excerpts)	BCBSA02983147	Public
DX172	9/04/2002 Testimony of Blue Cross of Northeastern Pennsylvania Origin and Appropriateness of Financial Reserves	BCBSA03519055	Public

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	of Blue Cross of Northeastern Pennsylvania in a Volatile Health Care Environment (excerpts)		
DX173	5/10/2010 Facility Value Based Reimbursement Strategy Discussion (excerpts)	BCBSAL_0000246720	Public
DX174	9/28/2012 letter from Edward Harris to Russ Tyner re Prattville Baptist Medical Center	BCBSAL_0000277633	Public with Redactions
DX175	Specialty Society Meeting Neurosurgery (excerpts)	BCBSAL_0000277995	Public
DX176	2/15/2012 Letter from Edward Harris to Michael Burgess re Children's Hospital of Alabama and BCBSAL	BCBSAL_0000407507	Public with Redactions
DX177	3/18/2011 email from Doug McIntyre to Dorinda Cale re BCBSAL Plan Profile	BCBSAL_0000510129	Public
DX178	4/5/2010 BCBSAL Steering Committee Meeting PMD Fee Schedule Recommendations (excerpts)	BCBSAL_0000512240	Public with Redactions
DX179	5/2012 2012 Member Health Plan Study Results (excerpts)	BCBSAL_0001369509	Public
DX180	Value Based Payment Design, Primary Care	BCBSAL_0001448202	Public with Redactions
DX181	11/4/2015 email from Jeff Ingram to Joseph Oaks re Contract Meeting Information	BCBSAL_0001815790	Seal in Full
DX182	5/13/2014 Narrow Networks on Public Exchanges (excerpts)	BCBSAL_0001916996	Public
DX183	4/2016 Market Information (excerpts)	BCBSAL_0001967317	Public
DX184	11/12/2013 NLO Board Meeting (excerpts)	BCBSF-00054126	Public
DX185	12/03/2013 Public Exchange Market Intelligence (excerpts)	BCBSF-00146355	Public
DX186	4/20/2011 United Health Group Research Webinar (excerpts)	BCBSNC-00076394	Public

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
DX187	1/30/2012 Growth Strategy: Limited/Tiered Network (excerpts)	BCBSNC-00099945	Public
DX188	6/8/2011 Network Executive Forum: Network Strategies (excerpts)	BCBSSC-00205779	Public
DX189	1/9/2012 Washington AHS Provider Strategy, slide 3 Current Landscape (excerpts)	CAMBIA-00184080	Public
DX190	2/22/2010 Individual LOB Assessment (excerpts)	CAMBIA-00242688	Public with Redactions
DX191	6/02/2016 Email from Armen Akopyan to Bill Bradley, Karin Swenson-Moore, and Chris Blanton re Updated CLT Slides	CAMBIA-01227915	Public with Redactions
DX192	12/31/2013 email from Brian Cheney to Randy McDaniel re 2014 Off Exchange Individual Product Components	HCSC-E000445677	Public
DX193	5/09/2014 Market and Competitor Context for Texas Business Plan Development (excerpts)	HCSC-E006192047	Public
DX194	1/19/2012 Contractor Playbook Commercial Small Network Development (excerpt)	HUMANA_BCBS_AL-0279188	Sealed in Full
DX195	7/29/2014 South Florida Strategic Initiatives Preferred Hospital Network Strategy Florida Owned and JV MSOs- Joint Leadership Meeting (excerpts)	HUMANA_BCBS_AL-0304841	Sealed in Full
DX196	10/22/2012 X Networks (excerpts)	HUMANA_BCBS_AL-0309887	Sealed in Full
DX197	Why Are We Building Small Networks? (excerpts)	HUMANA_BCBS_AL-0310040	Sealed in Full
DX198	8/27/2014 email from Mark Matzke to Praveen Thadani re Any Interest Rick?	HUMANA_BCBS_AL-0326128	Sealed in Full
DX199	9/14/2017 30(b)(1) Deposition Transcript of Linda Jordan (Clay County Hospital) (excerpts)		Public

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
DX200	12/10/2003 LifeWise Health Plan of Arizona Update (excerpts)	PRE_CON02996828	Public
DX201	4/03/2008 Geographic Expansion Pre-Read Materials (excerpts)	TAHP(MDL)000044	Sealed in Full
DX202	8/2013 Individual Exchange Market Strategy Delivering Low Cost Offerings (excerpts)	UHG-BCBS000116800	Sealed in Full
DX203	1/06/2010 Charter and Governance Approval Document	WLP-00337825	Public with Redactions
DX204	1/25/2005 email from Monye Connolly to Burke King re Questions on Individual Rating	WLP-03425215	Public
DX205	9/11/2015 Monthly Report- West Region, Labor, and Specialty, Pam Kehaly (excerpts)	WLP-04432382	Public with Redactions
DX206	Commercial 2009-2011 Three Year Plan Questionnaire (excerpts)	WLP-06352209	Public
DX207	Competitive Environment notes	WLP-06884097	Public with Redactions
DX208	9/10/2008 Small Group/Key Accounts Deep Dive Pricing Project - Wave 2 New York Plan Officer Interview Notes (excerpt)	WLP-07237759	Public
DX209	9/2007 Project Banner National Expansion Development (excerpts)	WLP-08203199	Public
DX210	11/2/2017 30(b)(6) Deposition Transcript of Aetna through Ramzy ElGomayel (excerpts)		Sealed in Full
DX211	9/12/2017 30(b)(6) Deposition Transcript of Alternative Insurance Resources through William V. Cable (excerpts)		Public
DX212	5/16/2017 30(b)(6) Deposition Transcript of Alliant Health Plans through Joseph Caldwell (excerpts)		Sealed in Full
DX213	9/19/2017 30(b)(6) Deposition Transcript of Andrews Sports Medicine through Lisa Warren		Sealed in Full

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	(excerpts)		
DX213.5	9/18/2017 30(b)(6) Deposition Transcript of Anesthesia Services of Birmingham, P.C. through Abraham Schuster (excerpts)		Sealed in Full
DX214	10/19/2017 30(b)(1) Deposition Transcript of Tucker Sharp (Aon Hewitt) (excerpts)		Public
DX215	6/8/2017 30(b)(6) Deposition Transcripts of John Alden Life Insurance Co. and Time Insurance Co. (Assurant) through Raymond Brouillette (excerpts)		Public
DX216	12/21/2017 30(b)(6) Deposition Transcript of AvMed, Inc. through Bradford Bentley (excerpts)		Sealed in Full
DX217	12/4/2017 30(b)(6) Deposition Transcript of Centene Corporation through Jesse Hunter (excerpts)		Sealed in Full
DX218	12/6/2017 30(b)(6) Deposition Transcript of Cigna Insurance Company through Karen Litle (excerpts)		Sealed in Full
DX219	12/6/2017 30(b)(6) Deposition Transcript of Cigna Insurance Company through Karen Litle, Ex. 13, Alabama Network Initiatives (Cigna Dep. Ex. 13)	CIGBLU-0000192	Sealed in Full
DX220	12/6/2017 30(b)(6) Deposition Transcript of Community Health Systems through Richard Willis (excerpts)		Sealed in Full
DX221	9/22/2017 30(b)(1) Deposition Transcript of John Farley (Birmingham Internal Medicine Associates) (excerpts)		Sealed in Full
DX222	9/18/2017 30(b)(1) Deposition Transcript of Keith Granger (Grandview Medical Center)		Sealed in Full

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	(excerpts)		
DX223	9/19/2017 30(b)(6) Deposition Transcripts of Harvard Pilgrim Health Care through Beth-Ann Roberts (excerpts)		Public with Redactions
DX224	1/5/2018 30(b)(6) Deposition Transcript of Humana, Inc. through Deborah Findlay (excerpts)		Public
DX225	10/3/2017 30(b)(6) Deposition Transcript of Huntsville Hospital Health System through Caroyln Fair (excerpts)		Sealed in Full
DX226	2/14/2017 30(b)(6) Deposition Transcript of Intermark Group through Lisa Timmons (excerpts)		Public
DX227	11/30/2017 30(b)(6) Deposition Transcript of Moda Health, Inc. through Kraig E. Anderson (excerpts)		Sealed in Full
DX228	9/8/2017 30(b)(6) Deposition Transcript of Molina Healthcare, Inc. through Kamran Hashim (excerpts)		Public with Redactions
DX229	12/13/2016 30(b)(6) Deposition Transcript of Mostellar Medical Center through James Holland (excerpts)		Public
DX230	8/22/2017 30(b)(6) Deposition Transcript of MultiPlan Inc. through Dan Hubbard (excerpts)		Sealed in Full
DX231	5/17/2017 30(b)(6) Deposition Transcript of Neurological Surgery Associates (Swaid Clinic) through Kelly Wright (excerpts)		Public
DX232	11/30/2017 30(b)(6) Deposition Transcript of Oscar Insurance Corporation through Brian West (excerpts)		Public
DX233	12/15/2016 30(b)(6) Deposition Transcript of Perdido Beach Resort		Public

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	through Penny C. Groux (excerpts)		
DX234	7/18/2017 30(b)(6) Deposition Transcript of Research Solutions through Douglas L. Miller (excerpts)		Public
DX235	7/19/2017 30(b)(6) Deposition Transcript of Saginaw Pipe through Mary Laird (excerpts)		Public
DX236	09/29/2017 30(b)(6) Deposition Transcript of SelectHealth, Inc. through Sean Dunroe (excerpts)		Sealed in Full
DX237	11/28/2017 30(b)(6) Deposition Transcript of SelectHealth, Inc. through Thomas Wahlen (excerpts)		Sealed in Full
DX238	12/16/2016 30(b)(6) Deposition Transcript of Sister Schubert's through Ray M. Roshek (excerpts)		Public
DX239	9/20/2017 30(b)(6) Deposition Transcript of Stanford Healthcare through Gary May (excerpts)		Sealed in Full
DX240	12/12/2017 30(b)(1) Deposition Transcript of Marc Spooner (Tufts Health Plan) (excerpt)		Sealed in Full
DX241	9/21/2017 30(b)(1) Deposition Transcript of Mary Beth Briscoe (UAB Hospital) (excerpts)		Sealed in Full
DX242	12/15/2017 30(b)(6) Deposition Transcript of UnitedHealth Group Inc. through Jeffrey T. Wedin (excerpts)		Sealed in Full
DX243	8/15/2017 30(b)(6) Deposition Transcript of Viva Health through Elizabeth C. Yates (excerpts)		Sealed in Full
DX244	8/15/2017 30(b)(6) Deposition of Viva Health through Elizabeth C. Yates, Ex. 11, Exchange Strategy Meeting (VIVA Dep. Ex. 11)	VIVA002044	Sealed in Full
DX245	8/15/2017 30(b)(6) Deposition of Viva Health through Elizabeth C. Yates, Ex. 23, 10/15/2014 email re Montgomery	VIVA04832	Sealed in Full

<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	Academy (VIVA Dep. Ex. 23)		
DX246	12/8/2016 30(b)(6) Deposition Transcript of Samford University through Charles Frederick Rogan (excerpts)		Sealed in Full
DX247	9/27/2017 30(b)(1) Deposition Transcript of Robert Burnell (Conduent) (excerpts)		Sealed in Full
DX248	6/22/2017 30(b)(6) Deposition Transcript of Casa Blanca, LLC through Beatrice Dollar (excerpts)		Public
DX249	9/21/2017 30(b)(6) Deposition Transcript of Conrad Watson Air Conditioning, Inc. through Nick Tatum (excerpts)		Public
DX250	9/14/2017 30(b)(6) Deposition Transcript of Consumer Financial Education Foundation of America through Richard Mauk (excerpts)		Public
DX251	9/26/2017 30(b)(6) Deposition Transcript of Fort McClellan Credit Union through Lynda Davis (excerpts)		Public
DX252	9/29/2017 30(b)(6) Deposition Transcript of Galactic Funk Touring, Inc. through Rebecca Moehnke (excerpts)		Public
DX253	3/7/2017 30(b)(6) Deposition Transcript of Pearce, Bevill, Leesburg, Moore, P.C. through Joseph Lassiter (excerpts)		Public
DX254	3/9/2017 30(b)(6) Deposition Transcript of Pettus Plumbing and Piping through Grover Johnson (excerpts)		Public
DX255	9/19/2017 30(b)(6) Deposition Transcript of Rolison Trucking through G. Wade Rolison (excerpts)		Public
DX256	8/3/2017 30(b)(6) Deposition Transcript of Gaspar Physical Therapy		Public



<b>Exhibit*</b>	<b>Description</b>	<b>Bates No.</b>	<b>Sealing Status</b>
	through Paul Gaspar (excerpts)		
DX257	6/28/2019 30(b)(1) Deposition Transcript of Dr. Matthew Caldwell (excerpts)		Public
DX258	5/4/2017 30(b)(6) Deposition Transcript of Bullock County Hospital through Sharon Lee (excerpts)		Public
DX259	5/3/2017 30(b)(6) Deposition Transcript of Crenshaw Community Hospital through Bradley E. Eisemann (excerpts)		Public
DX260	6/14/2017 30(b)(6) Deposition Transcript of Ivy Creek of Elmore, LLC; Ivy Creek of Butler, LLC and Ivy Creek of Tallapoosa through Michael D. Bruce (excerpts)		Public
DX260.5	5/11/2017 30(b)(1) Deposition Transcript of Janine Nesin, P.T. (excerpts)		Public
DX261	5/2/2019 Deposition Transcript of Professor Daniel Rubinfeld (class cert) (excerpts)		Public with Redactions
DX262	5/10/2019 Deposition Transcript of Ariel Pakes Ph.D. (class cert) (excerpts) ("Pakes Dep.")		Public
DX263	6/14/2019 Deposition Transcript of Ariel Pakes Ph.D. (merits) (excerpts) ("Pakes Merits Dep.")		Public
DX264	5/10/2019 Deposition Transcript of Deborah Haas-Wilson Ph.D. (excerpts)		Public
DX265	5/7/2019 Deposition Transcript of H.E. Frech, III, Ph.D. (excerpts)		Public
DX266	5/9/2019 Deposition Transcript of Daniel J. Slottje, Ph.D. (excerpts)		Public
DX267	1/15/2019 Hearing Transcript (Proctor, J.) (excerpt)		Public

Exhibit*	Description	Bates No.	Sealing Status
DX268	4/19/2018 Hearing Transcript (Proctor, J.) (excerpt)		Public
DX269	Ed Beeson, <i>Smaller Firms Self-Fund Insurance</i> , Star Ledger (April 29, 2012)		Public
DX270	2008 Aetna 10-K (excerpt)		Public
DX271	2017 Aetna 10-K (excerpt)		Public
DX272	2008 Cigna 10-K (excerpt)		Public
DX273	2017 Cigna 10-K (excerpt)		Public
DX274	2008 Humana 10-K (excerpt)		Public
DX275	2017 Humana 10-K (excerpt)		Public
DX276	2008 United 10-K (excerpt)		Public
DX277	2017 United 10-K (excerpt)		Public
DX278	7/15/2019 Expert report of Defendants' expert Janusz Ordoover		Sealed in Full
DX279	7/15/2019 Expert report of Defendants' expert Kevin Murphy		Sealed in Full
DX280	7/15/2019 Expert report of Defendants' expert Erin Trish		Sealed in Full
DX281	7/15/2019 Expert report of Defendants' expert Lawrence Wu		Sealed in Full
DX282	7/15/2019 Expert report of Defendants' expert David Evans		Sealed in Full

\*Defendants' exhibits numbered 1-164 were filed with the Standard of Review summary judgment briefing.

Dated: April 30, 2020

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**CERTIFICATE OF SERVICE**

I hereby certify that on April 30, 2020, the foregoing was electronically filed with the Clerk of Court using the CM/ECF system which will send notification of such filing to all counsel of record.

/s/ Craig A. Hoover  
Craig A. Hoover